Amendments to the Specification:

Please amend paragraph **[0041]** as follows:

[0041] As discussed above, the structural cells 210 are positioned in layers 208. There may be any number of layers 208 used in the system 200. Some of the structural cells may be filled with soil forming a soil cell layer 222 into which the tree roots, including structural roots, defined in the 2005 Glossary of Arboricultural Terms as "large woody, tree roots that anchor and support the trunk and crown; roots characterized by secondary thickening and relatively large diameter giving form to the root system and functioning in anchoring and supporting," may grow. The soil may be a low compacting soil that remains in a low compacted state to promote tree root growth, including the growth of larger roots such as structural roots, into the cell. Other structural cells may be positioned below the soil cell layer 222, forming a lower water cell layer 224, which may be used for long term water storage. Still other structural water cells may be positioned above the soil cell layer 222, forming an upper water cell layer 226 which may be used for short-term water storage.

Please amend paragraph **[0046]** as follows:

[0046] Figure 6 is a cross-sectional view which shows another embodiment of an integrated tree root and storm water system 300 that may be utilized without the storm water function, using only loam soil filled structural cell soil layer 222 to provide a tree-rooting function under the hardscape 202. When utilized in this manner, the structural cells provide a highly efficient rooting volume of loosely compacted loam soil that supports root growth, including the growth of larger roots such as structural roots, while still permitting pervious or non-pervious hardscape 202 to be installed on top of the cell system. Additional drainage pipes may also be installed under the soil filled cell in soils where the soil around the cell does not provide adequate drainage or infiltration.